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## RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 3 MAY 2013

The Board is pleased to announce that the ordinary resolutions to approve (i) the transactions contemplated under the Intellectual Properties Transfer Agreement and the Patents Licence Agreement and (ii) the re-election of Mr Li Sheng Li and Ms Liu Yu Xiao as executive Directors were duly passed at the SGM held on Friday, 3 May 2013.

Reference is made to the notice of special general meeting dated 16 April 2013 (the “**Notice of SGM**”) and the circular of the Company dated 16 April 2013 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as those defined in the Circular.

The Board is pleased to announce that as more than 50% of the valid votes were cast in favour of each of the ordinary resolutions to approve (i) the transactions contemplated under the Intellectual Properties Transfer Agreement and the Patents Licence Agreement and (ii) the re-election of Mr Li Sheng Li and Ms Liu Yu Xiao as executive Directors, such ordinary resolutions were duly passed by the Shareholders by poll at the SGM on Friday, 3 May 2013. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer for the vote-taking at the SGM.

The poll results in respect of ordinary resolutions proposed at the SGM are as follows:

	ORDINARY RESOLUTIONS	FOR	AGAINST	Total number of Shares voted (%)
		Number of Shares (%)	Number of Shares (%)	
1	To approve the transactions contemplated under the Intellectual Properties Transfer Agreement and the Patents Licence Agreement as set out in the Notice of SGM dated 16 April 2013	56,179,750 99.90%	54,400 0.10%	56,234,150 100%
2(i)	To approve the re-election of Mr Li Sheng Li as an executive director of the Company	324,899,750 99.98%	54,400 0.02%	324,954,150 100%

	<b>ORDINARY RESOLUTIONS</b>	<b>FOR</b>	<b>AGAINST</b>	<b>Total number of Shares voted (%)</b>
		<b>Number of Shares (%)</b>	<b>Number of Shares (%)</b>	
2(ii)	To approve the re-election of Ms Liu Yu Xiao as an executive director of the Company	324,899,750 99.98%	54,400 0.02%	324,954,150 100%

*Note:* The full text of the above ordinary resolution is set out in the Notice of SGM.

As at the date of the SGM, the number of issued shares of the Company (the “**Shares**”) was 1,130,299,893 Shares. As set out in the Circular, Peking Founder and its associates were interested in 367,179,610 Shares, representing approximately 32.49% of the issued share capital of the Company. Peking Founder and its associates were required to, and did, abstain from voting at the SGM in respect of the above ordinary resolution 1. As a result, Independent Shareholders holding a total of 763,120,283 Shares were entitled to attend and vote on the ordinary resolution 1 proposed at the SGM. No Shareholder is required to abstain from voting at the SGM in respect of the above ordinary resolutions 2(i) and 2(ii) and therefore all Shareholders holding a total of 1,130,299,893 Shares were entitled to attend and vote on the ordinary resolutions 2(i) and 2(ii) proposed at the SGM.

There were no Shares entitling the Shareholders to attend and vote only against any of the resolutions at the SGM. None of the Shareholders has stated their intention in the Circular to vote against any of the resolutions at the SGM.

By order of the Board of  
**Founder Holdings Limited**  
**Fang Zhong Hua**  
*Chairman*

Hong Kong, 3 May 2013

*As at the date of this announcement, the board of directors of the Company comprises executive directors of Mr Fang Zhong Hua (Chairman), Professor Xiao Jian Guo (Deputy Chairman), Professor Yang Bin (President), Ms Yi Mei, Mr Li Sheng Li and Ms Liu Yu Xiao, and the independent non-executive directors of Mr Li Fat Chung, Ms Wong Lam Kit Yee and Mr Fung Man Yin Sammy.*

\* *For identification purpose only*